

THE TORONTO STOCK EXCHANGE

LISTING STATEMENT

GIANT YELLOWKNIFE GOLD MINES LIMITED

(No Personal Liability)

1. Full corporate name of the Company: GIANT YELLOWKNIFE GOLD MINES LIMITED.
(No Personal Liability)

2. Under what laws incorporated: Ontario.

3. Date of incorporation: August 4, 1937.

4. Address of the Company's Head Office and of any other offices:

Room 2810, 25 King Street West, Toronto, Ontario.

5. Officers of the Company:

OFFICE HELD	NAME	ADDRESS	OCCUPATION
President:	G. R. Burge	311 Glen Ayr Ave., Toronto	Mining Executive
Vice-President:	G. B. Webster	235 Lonsdale Rd., Toronto	Mining Engineer
Treasurer:	W. B. Malone	402 Richview Ave., Toronto	Chartered Accountant
Secretary:	A. C. Callow	82 Arundel Ave., Toronto	Accountant

6. Directors of the Company:

NAME	ADDRESS	OCCUPATION
G. R. Burge	311 Glen Ayr Avenue, Toronto	Mining Executive
Thayer Lindsley	39 Old Forest Hill Road, Toronto	Mining Engineer
W. B. Malone	402 Richview Avenue, Toronto	Chartered Accountant
G. B. Webster	235 Lonsdale Road, Toronto	Mining Engineer
E. V. Jaeger	40 Wall Street, New York City	Financier

7. Amount of authorized capital: \$3,000,000.

8. Number of shares and par value: 3,000,000. Par Value \$1.00 each.

9. Full details of all shares issued in payment for properties or for any other assets other than cash:

DATE	NUMBER OF SHARES	CONSIDERATION
January 29, 1938	1,200,000	21 Mining Claims, Yellowknife Mining Division, N.W.T.
Total.....	1,200,000	

This listing statement is a copy of the listing application made by the applicant company. The Exchange has received no consideration in connection with the issue of this listing statement other than the customary listing fee. The papers and exhibits submitted by the applicant company in support of the listing application are open for inspection at the general office of the Exchange.

10. Full details of all shares sold for cash.	<table><tr><th>Date</th><th>Number of Shares</th><th>Price per Share</th><th>Amount Realized by Company</th></tr><tr><td>Aug. 12, 1937</td><td>100,000</td><td>.30c.</td><td>30,000.00</td></tr><tr><td>Jan. 25, 1938</td><td>7,500</td><td>.40c.</td><td>3,000.00</td></tr><tr><td>Feb. 1, 1938</td><td>12,500</td><td>.40c.</td><td>5,000.00</td></tr><tr><td>Mar. 18, 1938</td><td>3,000</td><td>.40c.</td><td>1,200.00</td></tr><tr><td>May 31, 1938</td><td>5</td><td></td><td>5.00</td></tr><tr><td>Jan. 31, 1939</td><td>25,000</td><td>.20c.</td><td>5,000.00</td></tr><tr><td>Feb. 28, 1939</td><td>25,000</td><td>.20c.</td><td>5,000.00</td></tr><tr><td>Mar. 31, 1939</td><td>30,000</td><td>.20c.</td><td>6,000.00</td></tr><tr><td>Apr. 30, 1939</td><td>30,000</td><td>.20c.</td><td>6,000.00</td></tr><tr><td>June 30, 1939</td><td>60,000</td><td>.20c.</td><td>12,000.00</td></tr><tr><td>Sept. 30, 1939</td><td>30,000</td><td>.20c.</td><td>6,000.00</td></tr><tr><td>Oct. 2, 1939</td><td>5,000</td><td>.20c.</td><td>1,000.00</td></tr><tr><td>May 2, 1941</td><td>2,500</td><td>.20c.</td><td>500.00</td></tr><tr><td>May 20, 1941</td><td>1,600</td><td>.20c.</td><td>320.00</td></tr><tr><td>July 11, 1941</td><td>1,000</td><td>.20c.</td><td>200.00</td></tr><tr><td>Oct. 17, 1941</td><td>10,000</td><td>.20c.</td><td>2,000.00</td></tr><tr><td>Oct. 31, 1941</td><td>5,000</td><td>.20c.</td><td>1,000.00</td></tr><tr><td>Nov. 5, 1941</td><td>26,000</td><td>.20c.</td><td>5,200.00</td></tr><tr><td>Nov. 10, 1941</td><td>2,000</td><td>.20c.</td><td>400.00</td></tr><tr><td>Jan. 2, 1942</td><td>2,350</td><td>.20c.</td><td>470.00</td></tr><tr><td>Apr. 2, 1942</td><td>5,000</td><td>.20c.</td><td>1,000.00</td></tr><tr><td>Mar. 18, 1943</td><td>149,650</td><td>.20c.</td><td>29,930.00</td></tr><tr><td>Mar. 18, 1943</td><td>30,000</td><td>.10c.</td><td>3,000.00</td></tr><tr><td>Mar. 23, 1943</td><td>30,000</td><td>.10c.</td><td>3,000.00</td></tr><tr><td>June 30, 1943</td><td>100,000</td><td>.10c.</td><td>10,000.00</td></tr><tr><td>Nov. 27, 1943</td><td>50,000</td><td>.10c.</td><td>5,000.00</td></tr><tr><td>Dec. 9, 1943</td><td>100,000</td><td>.10c.</td><td>10,000.00</td></tr><tr><td>Feb. 29, 1944</td><td>50,000</td><td>.10c.</td><td>5,000.00</td></tr><tr><td>Feb. 29, 1944</td><td>40,000</td><td>.15c.</td><td>6,000.00</td></tr><tr><td>Mar. 7, 1944</td><td>210,000</td><td>.15c.</td><td>31,500.00</td></tr><tr><td>Mar. 7, 1944</td><td>250,000</td><td>.20c.</td><td>50,000.00</td></tr><tr><td>Mar. 7, 1944</td><td>237,500</td><td>.25c.</td><td>59,375.00</td></tr><tr><td>Mar. 7, 1944</td><td>12,500</td><td>.30c.</td><td>3,750.00</td></tr><tr><td></td><td><u>1,643,105</u></td><td></td><td><u>\$307,845.00</u></td></tr></table>	Date	Number of Shares	Price per Share	Amount Realized by Company	Aug. 12, 1937	100,000	.30c.	30,000.00	Jan. 25, 1938	7,500	.40c.	3,000.00	Feb. 1, 1938	12,500	.40c.	5,000.00	Mar. 18, 1938	3,000	.40c.	1,200.00	May 31, 1938	5		5.00	Jan. 31, 1939	25,000	.20c.	5,000.00	Feb. 28, 1939	25,000	.20c.	5,000.00	Mar. 31, 1939	30,000	.20c.	6,000.00	Apr. 30, 1939	30,000	.20c.	6,000.00	June 30, 1939	60,000	.20c.	12,000.00	Sept. 30, 1939	30,000	.20c.	6,000.00	Oct. 2, 1939	5,000	.20c.	1,000.00	May 2, 1941	2,500	.20c.	500.00	May 20, 1941	1,600	.20c.	320.00	July 11, 1941	1,000	.20c.	200.00	Oct. 17, 1941	10,000	.20c.	2,000.00	Oct. 31, 1941	5,000	.20c.	1,000.00	Nov. 5, 1941	26,000	.20c.	5,200.00	Nov. 10, 1941	2,000	.20c.	400.00	Jan. 2, 1942	2,350	.20c.	470.00	Apr. 2, 1942	5,000	.20c.	1,000.00	Mar. 18, 1943	149,650	.20c.	29,930.00	Mar. 18, 1943	30,000	.10c.	3,000.00	Mar. 23, 1943	30,000	.10c.	3,000.00	June 30, 1943	100,000	.10c.	10,000.00	Nov. 27, 1943	50,000	.10c.	5,000.00	Dec. 9, 1943	100,000	.10c.	10,000.00	Feb. 29, 1944	50,000	.10c.	5,000.00	Feb. 29, 1944	40,000	.15c.	6,000.00	Mar. 7, 1944	210,000	.15c.	31,500.00	Mar. 7, 1944	250,000	.20c.	50,000.00	Mar. 7, 1944	237,500	.25c.	59,375.00	Mar. 7, 1944	12,500	.30c.	3,750.00		<u>1,643,105</u>		<u>\$307,845.00</u>
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11. Total number of shares issued.	2,843,105.																																																																																																																																												
12. Number of shares now in treasury or otherwise unissued.	156,895.																																																																																																																																												
13. Particulars of any issued shares held in trust for the Company or donated for treasury purposes.	None.																																																																																																																																												
14. Date of last annual meeting.	March 14, 1944.																																																																																																																																												
15. Date of last report to shareholders.	December 31, 1943.																																																																																																																																												
16. Details of any treasury shares (or shares issued subject to payment or shares held for the benefit of the treasury) now under option or the subject of any underwriting or sales agreement. If none, this to be stated.	156,895 shares at 30c. per share under option to Frobisher Exploration Company Limited, being balance of option under agreement dated June 4, 1943, exercisable at any time within 21 months after formal permission has been given by the Metals Controller or other competent Governmental authority for the resumption generally of development and exploration work on gold mining properties, presently restricted, in Canada.																																																																																																																																												
17. Details of any shares pooled, deposited in escrow, non-transferable or held under any syndicate agreement or control.	870,000 held in escrow by The Sterling Trust Company, subject to release by the Ontario Securities Commission.																																																																																																																																												

18. Details of any registration with, or approval or authority for sale granted by a Securities Commission or corresponding Government body.	Permission granted by the Ontario Securities Commission for sale through any registered broker in Ontario, March 8, 1944.
19. Has any application for registration with, or approval or authority for sale by, a Securities Commission or corresponding Government body ever been refused, cancelled or revoked? If so, give particulars.	No.
20. Particulars of any bonds, notes, mortgages, charges, liens or hypothecations outstanding.	None.
21. Names and addresses of all transfer agents.	The Sterling Trusts Corporation, 372 Bay Street, Toronto, Ontario.
22. Particulars of any fee charged upon transfers other than customary government taxes.	25c. per certificate.
23. Names and addresses of all registrars.	The Sterling Trusts Corporation, 372 Bay Street, Toronto, Ontario.
24. Are any lawsuits pending against the Company or any of its properties, or are there any other circumstances which might effect the Company's position or title adversely? If so, explain fully.	None.
25. Enumerate fully: (a) Properties owned where titles vested in Company. (b) Properties leased. (c) Properties otherwise held. Give particulars of title held by the Company in each instance, (e.g. patented, unpatented, Crown granted, held under mining license, perpetual lease, etc).	None. None. 25 Unpatented mining claims in the Yellowknife Mining Division, N.W.T., recorded in the name of Giant Yellowknife Gold Mines Limited and held under Miners License No. 44 issued on August 16, 1937.
26. Full particulars of any royalties or other charges payable upon production from each individual property.	None.

27. Describe plant and equipment on property.	No useful equipment.
28. Describe development accomplished and planned.	Geological study and surface exploration carried out under the direction of Dr. A. S. Dadson during the summer of 1943. Diamond drilling commenced on January 4, 1944, and 4,411 feet of diamond drilling completed on February 29, 1944.
29. Date and author of mining engineer's or petroleum geologist's report filed with this application and available for inspection on request.	March 11, 1944—A. K. Muir.
30. Full particulars of production to date.	Not in production.
31. Have any dividends been paid? If so, give dates and amounts.	None.
32. Name and address of the solicitor or attorney whose certificate as to titles and to the fact that there are no encumbrances or tax arrears has been filed with the Exchange.	A. Kelso Roberts, 320 Bay Street, Toronto, Ontario.
33. Name and address of the solicitor or attorney whose certificate as to the legality of the incorporation and organization of the company, the validity of its shares and the fact that they are fully paid and non-assessable has been filed with the Exchange.	A. Kelso Roberts, 320 Bay Street, Toronto, Ontario.
34. Has the listing of any shares of the Company ever been refused or deferred on any stock exchange? If so, give particulars.	No.
35. Are any shares of the Company listed on any other stock exchange? If so, give particulars.	No.

Dated March 20, 1944.

STATEMENT SHOWING NUMBER OF SHAREHOLDERS

Number									Shares
25	Holders of	1	-	100	shares	-	-	-	1,266
54	"	"	101	-	1000	"	-	-	38,868
11	"	"	1001	-	2000	"	-	-	18,850
6	"	"	2001	-	3000	"	-	-	15,501
4	"	"	3001	-	4000	"	-	-	14,900
7	"	"	4001	-	5000	"	-	-	33,700
22	"	"	5001	-	up	"	-	-	2,720,020
129	Stockholders							Total Shares	2,843,105

LIST OF MINERAL CLAIMS HELD BY COMPANY UNDER QUARTZ MINING REGULATIONS IN THE NORTHWEST TERRITORIES

LOCATION

Yellowknife Mining Division, Mackenzie District, Northwest Territories.

Claim group covers valley of Baker Creek for a length of $2\frac{3}{4}$ miles north of its outlet on the northwest shore of Yellowknife Bay, Great Slave Lake. Mine camp, in southeastern portion of property is situated on Yellowknife Bay, $1\frac{1}{2}$ miles north of settlement of Yellowknife.

MINERAL CLAIMS

Name	Recorded No.	Name	Recorded No.	Name	Recorded No.
Giant No. 1	6987	Giant No. 10	6996	Giant No. 19	7005
2	6988	11	6997	20	7006
3	6989	12	6998	Giant Fraction	8380
4	6990	13	6999	Giant X1	47354
5	6991	14	7000	X2	47355
6	6992	15	7001	X3	47370
7	6993	16	7002	X4	47371
8	6994	17	7003		
9	6995	18	7004		

ACREAGE

As the claims have not as yet been surveyed, the exact acreage is unknown. It is estimated that the group contains about 1,400 acres.

Toronto, Ont.
March 11, 1944.

"A. K. MUIR"

DIRECTOR'S REPORT AS CONTAINED IN THE LAST ANNUAL REPORT

February 25th, 1944.

To the Shareholders,
Giant Yellowknife Gold Mines, Limited.
(No Personal Liability)

I submit herewith the Auditors' Report and Balance Sheet of the Company as of December 31st, 1943, which has been approved by your Board of Directors, for presentation to the shareholders.

Since the last meeting of shareholders your Directors have sold and optioned to Frobisher Exploration Company, Limited (a subsidiary of Ventures, Limited) 1,215,000 shares at prices ranging from 10c. to 30c., all upon the terms of an agreement, dated June 4th, 1943, which will be tabled at the meeting.

Under this agreement the management of your Company was transferred to Frobisher Exploration Company, Limited and two directors, designated by the latter company, namely G. R. Burge and A. C. Callow, were elected to the Board.

During the past summer a complete geological study was completed by Frobisher, under the direction of Dr. A. S. Dadson, whose report and recommendations will also be tabled at the meeting. Two diamond drills were moved on the property in December and by the end of January 2,133 feet of diamond drilling was completed. We hope to be able to announce some results of this drilling at the shareholders' meeting. In the meantime we are submitting herewith the Interim Report of A. Kenneth Muir, M.E., Consulting Engineer of Frobisher Exploration Company.

The numerous creditors' claims against your Company were duly paid and you will notice from the Balance Sheet that the Company owes no debts excepting current accounts and the account of Bear Exploration and Radium, Limited. The lawsuits in which your Company were involved have been settled and disposed of to the satisfaction of your Board of Directors.

Yours very truly,

GEORGE B. WEBSTER,
President.

27. Describe plant and equipment on property.	No useful equipment.
28. Describe development accomplished and planned.	Geological study and surface exploration carried out under the direction of Dr. A. S. Dadson during the summer of 1943. Diamond drilling commenced on January 4, 1944, and 4,411 feet of diamond drilling completed on February 29, 1944.
29. Date and author of mining engineer's or petroleum geologist's report filed with this application and available for inspection on request.	March 11, 1944—A. K. Muir.
30. Full particulars of production to date.	Not in production.
31. Have any dividends been paid? If so, give dates and amounts.	None.
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The numerous creditors' claims against your Company were duly paid and you will notice from the Balance Sheet that the Company owes no debts excepting current accounts and the account of Bear Exploration and Radium, Limited. The lawsuits in which your Company were involved have been settled and disposed of to the satisfaction of your Board of Directors.

Yours very truly,

GEORGE B. WEBSTER,
President.

FINANCIAL STATEMENTS

GIANT YELLOWKNIFE GOLD MINES LIMITED

(No Personal Liability)

BALANCE SHEET AS AT DECEMBER 31st, 1943

ASSETS

Current Assets:

Cash on Hand and on Deposit.....	\$	5,571.04	
Account Receivable, Frobisher Exploration Co., Ltd.		1,207.80	
Mining Supplies and Returnable Containers at Book Values		1,942.84	\$ 8,721.68

Advances to Affiliated Company:

Yellowknife Gold Mines Limited.....			1,243.73
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Fixed Assets:

Mining Claims acquired:			
For 1,200,000 shares issued at par.....	\$1,200,000.00		
For Cash	500.00	\$1,200,500.00	
Machinery and Equipment at Book Value.....		21,641.58	1,222,141.58

Expenditures Deferred to Future Operations:

Deferred Development and Administrative Expenditures, less Revenue.	\$ 117,937.98		
Organization Expenses	1,705.00		
Commission on Sale of Stock.....	15,000.00		134,642.98
			<u>\$1,366,749.97</u>

LIABILITIES

Current Liabilities:

Sundry Accounts Payable and Other Liabilities.....		\$	1,984.39
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Advances from Affiliated Companies:

Bear Exploration and Radium Limited.....	\$ 12,251.73		
Yellorex Mines Limited	288.85		12,540.58

Capital Stock:

Authorized: 3,000,000 shares par value \$1.00 each.			
Issued: 2,043,105 shares	\$2,043,105.00		
Deduct: Discount on shares	690,880.00		1,352,225.00
Under Option:			
956,895 shares at prices from 10c. to 30c. per share.			
			<u>\$1,366,749.97</u>

AUDITORS' REPORT

We have made an audit of the books and records of Giant Yellowknife Gold Mines Limited (No Personal Liability) for the period June 1, 1943, to December 31, 1943, and have received all the information and explanations we have required.

Supplies and containers on hand have been included in the books at estimated value since inventories as at December 31, 1943, are not available.

We report that, subject to the foregoing, in our opinion, the above Balance Sheet is properly drawn up so as to present fairly the financial position of the Company as at December 31, 1943, according to the best of our information and the explanations given to us and as shown by the books of the Company.

GUNN, ROBERTS AND COMPANY,

Chartered Accountants.

Toronto, January 25, 1944.

**DEFERRED DEVELOPMENT AND ADMINISTRATIVE EXPENDITURES LESS REVENUE
FOR THE PERIOD JUNE 1, 1943, TO DECEMBER 31, 1943**

Balance deferred at June 1, 1943.....				\$104,138.72
Adjustments relating to prior periods:				
Adjustment of inventory values.....		\$3,408.22		
Other adjustments (net) including amount of \$1,817.21 owing from J. J. Gray written off in accordance with judgment in settlement of law suit			1,513.90	4,922.12
			<hr/>	<hr/>
Expenditures June 1, 1943, to December 31, 1943:				\$109,060.84
Surface Exploration:				
Wages and Salaries	\$2,153.45			
Travelling, Transportation, Board, etc.....	1,193.14			
Supplies	363.90			
Other Expenses	488.99	4,199.48		
		<hr/>		
Diamond Drilling:				
Wages and Salaries	\$ 508.85			
Travelling, Transportation, Board, etc.....	791.59			
Freighting	123.09	1,423.53		
		<hr/>		
Property Expenses:				
Fire Insurance	\$ 313.36			
Municipal Taxes and Licenses.....	67.32	380.68		
		<hr/>		
Administrative and General Expenses:				
Legal Fees and Disbursements.....	\$2,134.73			
Audit Fees	225.00			
Transfer Agent and Registrar Fees.....	190.00			
Travelling Expenses	227.50			
Sundry Expenses	96.22	2,873.45	8,877.14	
		<hr/>	<hr/>	<hr/>
Balance deferred at December 31, 1943.....				\$117,937.98

SUPPLEMENTAL REPORT ON THE COMPANY'S FINANCIAL POSITION

The Canadian Bank of Commerce

Toronto 1, Ont., 20th March, 1944.

The Secretary
The Toronto Stock Exchange,
234 Bay Street,
Toronto 1,

Dear Sir: *Re Giant Yellowknife Gold Mines Limited*
(No Personal Liability)

At the request of the above mentioned Company we record for your purposes position of their account as at 18th March, 1944:

At credit Current Account.....	\$151,505.31
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The Company were not indebted or obligated to us in any way and we therefore have nothing further to report.

The information given above is taken from the records of this branch only.

Yours truly,

"L. A. THOMPSON"
pro Manager.

**CONSULTING ENGINEER'S REPORT AS CONTAINED
IN LAST ANNUAL REPORT**

The President and Directors,
Giant Yellowknife Gold Mines Limited.
(No Personal Liability)

Dear Sirs:

The following report on the exploration work carried out on the Giant property during the period July 1st, 1943 to January 31st, 1944, is submitted for your consideration.

It was realized that wartime restrictions on the development of gold properties and the labour shortage at Yellowknife would necessarily limit the scope of exploration for the present, but in order that intensive development might be carried out when war conditions permit, it was decided to carry out a geological study of the property at once. Two diamond drilling outfits were shipped to Yellowknife last summer by Boyles Bros. Drilling Limited, and arrangements were then made for sufficient cordwood to be cut during the Fall to permit commencement of diamond drilling during the winter.

Dr. A. S. Dadson, of the geological staff of Frobisher Exploration Company, made a geological study of the property during July, August and September last year. As a result of this study, evidence of a major shear zone following Baker Creek valley was obtained and a number of gold-bearing shear zones, possibly subsidiary to the main shear, were indicated. The excellent geological maps made by Dr. G. Carman Ridland in 1939 were used extensively in this study.

Based on Dr. Dadson's recommendations, diamond drilling was commenced in the southern section of the property on January 4th, 1944. This program was directed towards establishing the persistence of the major shear zone and to date, seven out of the eight holes completed have intersected what appears to be a major shear zone over a length of 1,300 feet. The results to date are regarded as encouraging but complete data are necessary before proper interpretation can be made. Geological structures, together with the known occurrences of good grade gold-bearing material, make this property a most promising prospect.

Yours very truly,

A. K. MUIR.

Toronto, Ont.,
February 10th, 1944.